

F15000004318

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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900276841349

09/09/15--01012--021 **78.75

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15 SEP 24 PM 4:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2015 SEP 24 AM 11:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 30 2015
J. HARRIS

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ProSelect Insurance Company
Name of corporation - must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida," "Certificate of Existence," or "Certificate of Good Standing" and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Anne B. Seggerman, Senior Regulatory Counsel

Name of Person

Coverys

Firm/Company

One Financial Center, 13th Floor

Address

Boston, MA 02111

City/State and Zip code

aseggerman@coverys.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Anne Seggerman

617

428-9844

at ()

Name of Person

Area Code

Daytime Telephone Number

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

☐ \$70.00 Filing Fee

☐ \$78.75 Filing Fee &
Certificate of Status

☐ \$78.75 Filing Fee &
Certified Copy

☐ \$87.50 Filing Fee,
Certificate of Status &
Certified Copy



BY OVERNIGHT DELIVERY

September 8, 2015

Registration Section
Florida Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Re: ProSelect Insurance Company
Registration For Authorization to Transact Business in Florida**

Dear Sir or Madam:

Enclosed please find the application of ProSelect Insurance Company ("ProSelect") for authorization to transact business in Florida. I also enclose:

- Check in the amount of \$78.75 for the filing fee and a Certificate of Status;
- Complete listing of the Company's directors and officers; and
- Original Certificate of Compliance dated July 27, 2015 issued by ProSelect's domestic regulator, the Massachusetts Division of Insurance.

Please send the Certificate of Status to my attention.

I am available at (617) 428-9844 or aseggerman@coverys.com if additional information would be helpful.

Thank you and regards,

A handwritten signature in cursive script that reads "Anne B. Seggerman".

Anne B. Seggerman
Senior Regulatory Counsel

Encl.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 15, 2015

ANNE B SEGGERMAN
COVERYS
ONE FINANCIAL CENTER, 13TH FLOOR
BOSTON, MA 02111

SUBJECT: PROSELECT INSURANCE COMPANY
Ref. Number: W15000060509

We have received your document for PROSELECT INSURANCE COMPANY and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate of existence or a certificate of good standing, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Jenna D Harris
Regulatory Specialist II

Letter Number: 215A00019389

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. ProSelect Insurance Company
(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")
- N/A
(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)
2. Massachusetts 3. 04-1012400
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. 5/30/1856 5. Perpetual
(Date of incorporation) (Date of duration, if other than perpetual)
6. Has not transacted business in Florida.
(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)
7. One Financial Center, 13th Floor, Boston, MA 02111
(Principal office address)
- Same
(Current mailing address, if different)

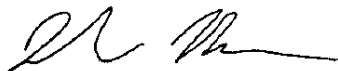
8. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: CT Corporation System
Office Address: 1200 South Pine Island Road
Plantation, Florida 33324
(City) (Zip code)

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TALLAHASSEE FLORIDA

9. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Jordan Brown, Assistant Secretary

(Registered agent's signature)

10. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

11. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: Brenda E. Richardson, M.D.

Address: 118 School Street, Manchester, MA 01944

Vice Chairman: Erwin A. Stuebner, Jr., M.D.

Address: 95 Sabin Drive, Williamstown, MA 01267

Director: Theodore A. Calianos, II, M.D., FACS

Address: 5 Industrial Drive, Suite 107, Mashpee, MA 02469

Director: Maryanne C. Bombaugh, M.D., MS, FACOG

Address: 81 Clowes Drive, Suite 107, Falmouth, MA 02540

B. OFFICERS

President: Gregg L. Hanson, CEO and President

Address: One Financial Center, 13th Floor, Boston, MA 02111

Vice President: Erin B. Bagley, Asst. Secretary/Clerk, Vice President and General Counsel

Address: One Financial Center, 13th Floor, Boston, MA 02111

Secretary: James J. Moran, Jr., Esq., CPCU, ARe, Secretary

Address: Quincy Mutual Group, 57 Washington Street, Quincy, MA 02169

Treasurer: Richard G. Hayes, Treasurer, CFO and Senior Vice President

Address: One Financial Center, 13th Floor, Boston, MA 02111

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors. **ATTACHED**

12. Erin B. Bagley Signature of Director or Officer

The officer or director signing this document (and who is listed in number 11 above) affirms that the facts stated herein are true and that he or she is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

13. Erin B. Bagley, Asst Secretary/Clerk, Vice President and General Counsel

(Typed or printed name and capacity of person signing application)

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STATE OF FLORIDA
TALLAHASSEE

- SEE

Directors/Officers of ProSelect Insurance Company

Address: One Financial Center, 13th Floor, Boston, MA 02111

Board of Directors:

Brenda E. Richardson, M.D., *Chair*

118 School Street, Manchester, MA 01944

Erwin A. Stuebner, Jr., M.D., *Vice Chair*

95 Sabin Drive, Williamstown, MA 01267

James J. Moran, Jr., Esq., CPCU, ARe, *Secretary/Clerk*

Quincy Mutual Group, 57 Washington Street, Quincy, MA 02169

Gregg L. Hanson, *Chief Executive Officer & President*

One Financial Center, 13th Floor, Boston, MA 02111

Maryanne C. Bombaugh, M.D., MS, FACOG, *Director*

81 Clowes Drive, Falmouth, MA 02540

Theodore A. Calianos, II, M.D., FACS, *Director*

5 Industrial Drive, Suite 107, Mashpee, MA 02649

Paul J. Desjardins, D.M.D., Ph.D., *Director*

40 Durand Road, Maplewood, NJ 07040

Michael B. Driscoll, *Director*

Crosbie-Macdonald Agency, a division of Starkweather & Shepley Insurance

1 University Avenue, Suite #188, Westwood, MA 02090

Ronald W. Dunlap, M.D., *Director*

South Shore Cardiology, 851 Main Street, Suite 14, South Weymouth, MA 02190

John H. Gillespie, *Director*

50 Alexander Way, Duxbury, MA 02332

Michael W. Louge, *Director*

1995 Sherborne Lane, Powell, OH 43065

Donna M. Norris, M.D., *Director*

54 Cartwright Road, Wellesley, MA 02481

Deanna P. Ricker, M.D., *Director*

105 Chestnut Street, Suite 27, Needham, MA 02492

Robert K. Sheridan, *Director*

16 Camelot Drive, Hingham, MA 02043

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STATE OF FLA.
TALLAHASSEE FLORIDA

Officers:

Chair: **Brenda E. Richardson, M.D.**
Address: 118 School Street, Manchester, MA 01944

Vice Chair: **Erwin A. Stuebner, Jr., M.D.**
Address: 95 Sabin Drive, Williamstown, MA 01267

**Chief Executive Officer
& President:** **Gregg L. Hanson**
Address: One Financial Center, 13th Floor, Boston, MA 02111

**Treasurer, Chief
Financial Officer &
Senior Vice President:** **Richard G. Hayes**
Address: One Financial Center, 13th Floor, Boston, MA 02111

Secretary/Clerk: **James J. Moran, Jr., Esq., CPCU, ARe**
Address: Quincy Mutual Group, 57 Washington Street, Quincy, MA 02169

**Asst. Secretary/Clerk
Vice President
General Counsel:** **Erin B. Bagley**
Address: One Financial Center, 13th Floor, Boston, MA 02111

**Chief Operating
Officer:** **Joseph G. Murphy**
Address: One Financial Center, 13th Floor, Boston, MA 02111

**Chief Information
Officer & Chief
Claims Officer:** **Donna Miele-Cesario**
Address: One Financial Center, 13th Floor, Boston, MA 02111

**Chief Underwriting
Officer:** **José R. Zorola**
Address: One Financial Center, 13th Floor, Boston, MA 02111

**Senior Vice President
Marketing:** **Michael R. Kubik**
Address: One Financial Center, 13th Floor, Boston, MA 02111

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

September 22, 2015

TO WHOM IT MAY CONCERN:

I hereby certify that according to records in this office,

ABINGTON MUTUAL FIRE INSURANCE COMPANY

was incorporated under the General Laws of this Commonwealth on **May 30, 1856 (Chapter 210, Acts of 1856)**.

I also certify that in Articles of Amendment filed here **March 21, 1989**, the name of said corporation was changed to:

ABINGTON MUTUAL INSURANCE COMPANY

I further certify that in Articles of Amendment filed here **January 1, 1996**, the name of said corporation was changed to:

PROSELECT INSURANCE COMPANY

I further certify that so far as appears of record here said corporation still has legal existence.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth